

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

PUBLIC EMPLOYEES' RETIREMENT  
SYSTEM OF MISSISSIPPI, et al.,  
Individually and On Behalf of All Others  
Similarly Situated,

Plaintiffs,

v.

MERRILL LYNCH & CO. INC., et al.,

Defendants.

Civil Action No. 08-cv-10841-JSR-JLC  
ECF case

**LEAD PLAINTIFF'S NOTICE OF MOTION AND MOTION FOR PRELIMINARY  
APPROVAL OF SETTLEMENT AND APPROVAL OF THE NOTICE TO THE CLASS**

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System of Mississippi and Plaintiff Los  
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TO: All Counsel of Record

PLEASE TAKE NOTICE that pursuant to the Court's October 28, 2011 Order (ECF No. 172), and upon the Stipulation and Agreement of Settlement between Lead Plaintiff and Defendants Merrill Lynch & Co., Inc., Merrill Lynch Mortgage Investors, Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Matthew Whalen, Paul Park, Brian T. Sullivan, Michael M. McGovern, Donald J. Puglisi and Donald C. Han (the "Settling Defendants"; with Lead Plaintiff, the "Settling Parties"), attached as Exhibit 1 to the accompanying Memorandum of Law; and all other papers and proceedings herein, Lead Plaintiff will and hereby does move this Court, under Rule 23 of the Federal Rules of Civil Procedure, for an order preliminarily approving the Settlement of the above-captioned action, and approving the form and manner of notice to Class Members.

Submitted herewith is a copy of the Settling Parties' agreed-upon form of [Proposed] Order Preliminarily Approving Settlement And Providing For Notice.

DATED: December 5, 2011

Respectfully submitted,

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